STATE OF ARIZONA

JUN 1 4 1996

DEPARTMENT OF INSURANCE

DEPT.	UF INSUHANCE
BY	(10)65

In the Matter of the Redomestication of

Docket No. 96A-094

OLD REPUBLIC MERCANTILE INSURANCE COMPANY, from the State of Arizona to the State of Wisconsin.

ORDER APPROVING REDOMESTICATION

Old Republic Mercantile Insurance Company ("Old Republic"), NAIC No. 33715, an Arizona domestic property and casualty insurer, has applied to the Director of Insurance for the State of Arizona ("Director") for approval to change its domicile from Arizona to Wisconsin. After reviewing the filings, correspondence, and information provided to the Arizona Department of Insurance ("Department"), the Director hereby makes the following findings of fact and conclusions of law and issues the following order:

FINDINGS OF FACT

- 1. This application is filed with the Department pursuant to Arizona Revised Statutes §20-231 (redomestication provisions).
- 2. Old Republic is a property and casualty insurer which was originally incorporated under the laws of the State of Mississippi and has been authorized to transact the business of insurance in Arizona since November 22, 1988. Old Republic redomesticated to Arizona effective December 13, 1988.
- 3. Old Republic has filed with the Department all documents requested by staff for review in connection with the current redomestication, including but not limited to, Articles

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of Incorporation evidencing the intention to redomesticate i.e., change its domicile, from the State of Arizona to the State of Wisconsin and such Articles of Incorporation and other documents are found to be satisfactory.

- 4. Old Republic had been duly authorized to transact the business of insurance in the State of Wisconsin as a foreign admitted insurer.
- 5. On August 28, 1995, Arizona's Chief Examiner, Gary A. Torticill, CFE, issued a letter certifying that the Arizona Department of Insurance had no objection to the redomestication upon compliance with the provisions of Wisconsin's Redomestication Statutes. (See letter attached hereto as Exhibit "A").
- 6. On January 1, 1996, the Office of the Commissioner of Insurance, State of Wisconsin, issued a Certificate of Authority certifying that old Republic was now considered a Wisconsin domestic fire and casualty insurer. (See Certificate of Authority attached hereto as Exhibit "B").
- 7. No changes will occur as a result of the redomestication in Old Republic's officers, directors, assets, business or in any other manner other than the change in state of domicile and home office address.

CONCLUSIONS OF LAW

Based upon the above Findings of Fact, the Director concludes that:

1. The Director has jurisdiction over the subject matter and the parties to this transaction.

- 2. The transfer of domicile of Old Republic from the State of Arizona to the State of Wisconsin is not contrary to the interests of Old Republic's policyholders.
- 3. Upon effectuation of the redomestication, Old Republic will be qualified for continued licensure in Arizona as a foreign admitted insurer.

ORDER

IT IS, THEREFORE, ORDERED that:

- 1. The redomestication of Old Republic from the State of Arizona to the State of Wisconsin is approved.
- 2. Upon the date such redomestication is effectuated, and the filing of appropriate documents, Old Republic's certificate of authority in Arizona shall be amended to no longer reflect Old Republic as a domestic insurer, but rather to reflect Old Republic as an admitted foreign insurer as of such date.
- 3. The records of the Department will, upon effectuation of the redomestication, reflect Old Republic as the continuing corporation of the corporation formed in Mississippi and redomesticated to Arizona, but with a change of current domicile from Arizona to Wisconsin.
- 4. Old Republic, upon effectuating the redomestication, is entitled to the release of its statutory deposit in the par value sum of One Million Seven Hundred Ten Thousand Dollars (\$1,710,000), and that said statutory deposit shall be released to Old Republic after the Arizona Department of Insurance has received the following: (1) payment of fees and examination expenses, (2) a copy of its Articles of Amendment to

1 Corporation Commission, (3) certification that a required deposit is being maintained in public custody by Wisconsin, and (4) a notice of Statutory Deposit Release (Form E126). EFFECTIVE this 13th day of June Director of Insurance COPY of the foregoing mailed/delivered this <u>14th</u> day of <u>June</u>, 1996, to: 10 Gary Torticill, Assistant Director/Chief Examiner Kelly Stephens, Deputy Assistant Director 11 Nancy A. Howes, Deputy Chief Examiner Barbara E. Lewis, Compliance Section Manager 12 Jeffrey Solem, Chief Analyst A. Lee Books, Senior Examiner/Analyst Department of Insurance 2910 N. 44th Street, Suite 210 14 Phoenix, Arizona 85018 15 James A. Kellogg, President Old Republic Mercaintile Insurance Company 16 445 South Moorland Road, Suite 300 Brookfield, Wisconsin 53005 17 R.H. Walker Wisconsin Insurance Department 18 121 East Wilson Street Madison, Wisconsin 53707-7873 19 20 Thomas E. Haney, Esq. 1421 East Thomas Road 21 Phoenix, Arizona 85014 22 **2**3 lerrey W. Buston 24 **2**5 26

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the Articles of Incorporation certified by the Arizona



State Of Arizona

Corporate and Financial Affairs Division
Telephone: (602) 912-8420

Telecopier: (602) 912-8421

FIFE SYMINGTON
Governor

2910 NORTH 44TH STREET, SUITE 210 PHOENIX, ARIZONA 85018-7256 CHRIS HERSTAM Director of Insurance

August 28, 1995

Mr. R. H. Walker

Wisconsin Insurance Department 121 East Wilson Street Madison, Wisconsin 53707-7873

RE: Old Republic Mercantile Insurance Company (AZ) (NAIC #33715): Proposed redomestication to Wisconsin

Dear Mr. Walker:

This Department has received notification from management of the above referenced Company, of the wish to redomesticate to Wisconsin, and of the need for a letter from this Department giving our approval or non-objection to the proposed redomestication.

Please accept this letter as confirmation that this Department does not object to Old Republic Mercantile Insurance Company redomesticating to Wisconsin.

If you have any questions, please feel free to contact the undersigned at the above referenced number.

Yours truly,

Gary A. Torticill, CFE, ALMI

Assistant Director/Chief Examiner

ST: js

CC: Chris Herstam, Director

FILE: MALKER. DOL/CORP/EXAM/SOLEM

Milliam J. Dasso, Counsel, Old Republic Mercantile Insurance Company Mancy Howse, CPA, AFE, Deputy Chief Examiner Kelly McKay, Deputy Assistant Director Jeffrey Solem, CFE, Chief Analyst

Charter File: Old Republic Mercantile Insurance Company (AZ)



Certificate of Authority State of Wisconsin

Office of the Commissioner of Insurance P.O. Box 7873 Madison, Wisconsin 53707-7873

Certificate No.

150-33715

Date Issued

01/01/96

This Is To Certify, That pursuant to the Insurance Laws of the state of Wisconsin,

Old Republic Mercantile Insurance Company Wisconsin

has paid the fees and taxes required by law and that it is hereby authorized to transact the business of:

- (2)(a) Fire, inland marine & other property
- (2)(b) Ocean marine insurance
- (2)(c) Casualty disability insurance
- (2)(d) Liability & nonauto medical insurance
- (2)(e) Auto and aircraft insurance
- (2)(k) Workers compensation insurance
- (2)(n) Miscellaneous insurance

subject to the following limitations:

None

in the state of Wisconsin as long as the insurer continues to conform to the authority granted by this certificate, is in full compliance with all, and not in violation of any, of the the applicable laws and lawful requirements made under authority of the laws of the state of Wisconsin.

Commissioner of Insurance

OCI 23-001 (FI 10/92)